### UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	Х	
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	•
	:	Case No. 18-23538 (RDD)
	:	,
Debtors. <sup>1</sup>	:	(Jointly Administered)
	v	,

### **AFFIDAVIT OF SERVICE**

I, Jesse A. Offenhartz, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On June 10, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Notice of Presentment of (Proposed) Order (I) Authorizing Assumption and Assignment of Certain Leases and (II) Granting Related Relief [Docket No. 4164]
- Notice of Presentment of (Proposed) Order (I) Authorizing Assumption and Assignment of Certain Leases and (II) Granting Related Relief [Docket No. 4165]
- Notice of Presentment of (Proposed) Stipulation and Order by and among Sellers, Buyer, and Graziadio Investment Company Extending Time For Assumption or Rejection of Certain Lease of Nonresidential Real Property [Docket No. 4166]

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

- Notice of Presentment of (Proposed) Order (I) Authorizing Assumption and Assignment of Certain Leases and (II) Granting Related Relief [Docket No. 4167]
- Transform Holdco LLC's Notice of Hearing for Assumption and Assignment of Certain Designatable Leases Subject to Extensions [Docket No. 4169]

On June 10, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via first class mail on the Contract Counterparties Service List attached hereto as **Exhibit B**:

• Transform Holdco LLC's Notice of Hearing for Assumption and Assignment of Certain Designatable Leases Subject to Extensions [Docket No. 4169]

Dated: June 13, 2019

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on June 13, 2019, by Jesse A. Offenhartz, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

JAMES A. MAPPLETHORPE Notary Public, State of New York No. 01MA6370846 Qualified in New York County Commission Expires February 12, 2022

### Exhibit A

## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 4 of 39 Exhibit A

Master Service List Served as set forth below

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Master Service List Served as set forth below

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Association as Trustee, Successor-in-interest to Bank of				
America, N.A., as Trustee, Successor-by-merger to LaSalle		Attn: Joseph Aronauer, Esq.		
Bank National Association, as Trustee for Morgan Stanley		One Grand Central Place		
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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 6 of 39 Exhibit A

Master Service List Served as set forth below

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Partners LLC, Kravco Company, Brixmor Property Group, Inc.	,			
Centennial Real Estate Co., CenterCal Properties, LLC, C. E.		Attn: Leslie C. Heilman, Matthew G. Summers		
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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 7 of 39 Exhibit A

Master Service List Served as set forth below

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Alison Schreier and Tracey Brewer, Successor Co-Trustees of		Attn: Stanley B. Tarr, Evan J. Zucker		
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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 8 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 9 of 39 Exhibit A

Master Service List Served as set forth below

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 10 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 11 of 39 Exhibit A

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 12 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 13 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 14 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 15 of 39 Exhibit A

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 16 of 39 Exhibit A

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 17 of 39 Exhibit A

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potential diagram of dears from clown bearer stores		Attn: Brett L. Gross, Michael S. Legge	austria in Manager and an arranger and an arranger and arranger arranger and arranger arranger and arranger arranger and arranger arranger arranger and arranger ar	
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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 18 of 39 Exhibit A

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 19 of 39 Exhibit A

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 20 of 39 Exhibit A

Master Service List Served as set forth below

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 21 of 39 Exhibit A

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Counsel to Westfield, LLC and its affiliate, Annapolis Mall				
Owner LLC, Brandon Shopping Center Partners LTD, Broward				
Mall LLC, Citrus Park Mall Owner LLC, Countryside Mall LLC,				
Roseville Shoppingtown LLC, Meriden Square Partnership,				
Montgomery Mall Owner LLC, North County Fair LP and EWH				
Escondido Associates, L.P., Oakridge Mall LLC, WEA Palm				
Desert LLC, Sarasota Shoppingtown LLC, WEA Southcenter				
LLC, Sunrise Mall LLC, UTC Venture LLC, Valencia Town Cente	r			
Venture, L.P., Wheaton Plaza Regional Shopping Center LLC,		Attn: Ilan Markus and Niclas A. Ferland		
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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 22 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 23 of 39 Exhibit A

Master Service List Served as set forth below

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Water Control and Improvement District #2, The County of				
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County of Bosque, Texas, Bowie Central Appraisal District, The				
County of Brazos, Texas, Brown County Appraisal District,				
Burnet Central Appraisal District, Cherokee County Appraisal				
District, The County of Cherokee, Texas, The County of Comal,	•			
Texas, The County of Coryell, Texas, The County of Denton,				
Texas, Denton County Road Utility District #1, County of				
Erath, The County of Guadalupe, Texas, Harrison Central				
Appraisal District, The County of Harrison, Texas, The County				
of Hays, Texas, The County of Henderson, Texas, The County				
of Jasper, Texas, Groesbeck Independent School District, The				
City of Groesbeck, Texas, Mexia Independent School District,				
City of Waco and/or Waco Independent School District,				
Midland Central Appraisal District, Central Appraisal District				
of Taylor County, Terry County Appraisal District, The County		Attn: Lee Gordon, Tara LeDay		
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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 24 of 39 Exhibit A

Master Service List Served as set forth below

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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 25 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 26 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 27 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 28 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 29 of 39 Exhibit A

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# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 30 of 39 Exhibit A

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Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Washington DC 20549	NYROBankruptcy@sec.gov	First Class Mail and Email

# 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 31 of 39 Exhibit A

Master Service List Served as set forth below

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of the 7.00% 12.00% PIK-Toggle Notes	Seward & Kissel LLP	New York NY 10004	alves@sewkis.com	Email
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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 32 of 39 Exhibit A

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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 33 of 39 Exhibit A

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Successor Trustee for the SRAC Unsecured PIK Notes, SRAC	The Bank of New York Mellon Trust	101 Barclay St., Floor 8W		
Unsecured Notes, and the SRAC Medium Term Notes	Company	New York NY 10286		First Class Mail
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## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 34 of 39 Exhibit A

Master Service List Served as set forth below

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Counsel to Steven Bruce as Trustee of the Steven Bruce			mayine cong we week and a mage	
Revocable Trust, Cara Bruce and Lou Cuida as Trustee of the				
Cara Bruce Irrevocable Trust, and Allison Bruce and Lou Cuida		Attn: Amy Pritchard Williams		
as Trustees of the Allison Bruce Irrevocable Trust (collectively		301 S. College Street, Suite 3400		
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Bruce as Trustee of the Steven Bruce Revocable Trust, Cara				
Bruce and Lou Cuida as Trustee of the Cara Bruce Irrevocable				
Trust, and Allison Bruce and Lou Cuida as Trustees of the		Attn: Bret D. Goodman, Alissa K. Piccione		
Allison Bruce Irrevocable Trust (collectively, the "Bruce		875 Third Avenue	Brett.Goodman@troutman.com	
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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 35 of 39 Exhibit A

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indeture trustee and collateral agent	Wilmington Trust, National Association	Wilmington DE 19890-0001	scimalore@wilmingtontrust.com	Email
<u> </u>		Attn: Donald C. Cowan, Jr.	- 3	
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### 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 37 of 39 Exhibit A

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### Exhibit B

## 18-23538-shl Doc 4227 Filed 06/13/19 Entered 06/13/19 17:13:00 Main Document Pg 39 of 39 Exhibit B

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5791287	BRE RC RETAIL PARENT LLC	ATTN: LEGAL DEPARTMENT	TWO LIBERTY PLACE, SUITE 3325	50 SOUTH 16TH STREET		PHILADELPHIA	PA	19102
4855089	BRE RC RETAIL PARENT LLC	c/o BRE RC LOYAL PLAZA PA LLC	C/O SHOPCORE PROPERTIES	TWO LIBERTY PLACE, SUITE 3325	50 SOUTH 16TH STREET	PHILADELPHIA	PA	19102
4855200	C & W MANHATTAN ASSOCIATES	c/o WALTERS INVESTMENTS, LP	222 SIDNEY BAKER SOUTH	SUITE 305		KERRVILLE	TX	78028
4854586	C & W MANHATTAN ASSOCIATES	c/o WAL-GO ASSOCIATES, LLC	222 SIDNEY BAKER SOUTH	SUITE 305		KERRVILLE	TX	78028
4855153	C & W MANHATTAN ASSOCIATES	c/o ALATEX	C/O C & W MANHATTAN ASSOCIATES LP	222 SIDNEY BAKER SOUTH	SUITE 305	KERRVILLE	TX	78028
5791399	C & W MANHATTAN ASSOCIATES	ATTN: COREY WALTERS	222 SIDNEY BAKER SOUTH	SUITE 305		KERRVILLE	TX	78028
5791176	COMM 2006-C8 SHAW AVE CLOVIS LLC	C/O WOODMONT COMPANY	CLAUDIA BORNITZ, SR. PROPERTY MANAGER	ATTN: FREDERICK J. MENO	2100 WEST 7TH STREET	FORT WORTH	TX	76107
4854542	DART WAREHOUSE CORPORATION	c/o DART WAREHOUSE CORPORATION (SL)	ATTN: ROBERT A. SANTICH, CEO	1430 SOUTH EASTMAN AVENUE		LOS ANGELES	CA	90023
4857486	Dart Warehouse Corporation	Attn: Robert Santich CEO	1430 South Eastman Avenue			Los Angeles	CA	90023
4854273	DEDEAUX, RAOUL	c/o DEDEAUX INLAND EMPIRE PROPERTIES	DART BUILDING	1430 S EASTMAN		LOS ANGELES	CA	90023
4854689	GILLESPIE GROUP	c/o 4TH STREET SOUTH II, LLC	C/O AUTUMN RIDGE PARTNERSHIP LLC	330 MARSHALL STREET	SUITE 100	LANSING	MI	48912
5791187	GILLESPIE GROUP	ATTN: JENNIFER SHAVETTE	330 MARSHALL STREET	SUITE 100		LANSING	MI	48912
4855144	KDI RIVERGATE MALL, LLC	KDI RIVERGATE MALL, LLC	C/O HENDON PROPERTIES, LLC	ATTN: J. CHARLES HENDON, JR.	3445 PEACHTREE ROAD, SUITE 465	ATLANTA	TN	30326
		ATTN: RICH HOGE, EXECUTIVE VICE PRESIDENT -						
5788448	MOAC MALL HOLDINGS, INC. (TRIPLE 5 GROUP)	OPERATIONS	2131 LINDAU LANE - SUITE 500			BLOOMINGTON	MN	55425-2640
5791318	PLAZA JUANA DIAZ, INC	ATTN: EDGARDO RIVERA	2004 ABERDEEN	COLLEGEVILLE		GUAYNABO	PR	00969-4725
5788640	RAOUL DEDEAUX	RAOUL DEDEAUX	JAMES MOORE	DART BUILDING	1430 S EASTMAN	LOS ANGELES	CA	90023
5788629	STARBOARD REALTY PARTNERS	ATTN: DAN VITTONE	1301 DOVE STREET	SUITE 1080		NEWPORT BEACH	CA	92660
5791250	THE SELIGMAN GROUP / QKC MAUI OWNER LLC	STEPHANIE ZIMMERMAN	ATTN: STEPHANIE ZIMMERMAN	ONE TOWNE SQUARE, SUITE 1913		SOUTHFIELD	MI	48076
4854877	VORNADO	INTERPROP BEDFORD LLC	C/O VORNADO REALTY TRUST	210 ROUTE 4 EAST		PARAMUS	NJ	07652
5791178	VORNADO	210 ROUTE 4 EAST				PARAMUS	NJ	07652
5791381	VORNADO	ATTN: DAVID R GREENBAUM	888 SEVENTH AVENUE			NEW YORK	NY	10019
4854906	VORNADO	C/O VORNADO OFFICE MANAGEMENT, LLC	ONE PENN PLAZA LLC	888 SEVENTH AVENUE		NEW YORK	NY	10019
4854907	VORNADO	770 BROADWAY OWNER, LLC	C/O VORNADO OFFICE MANAGEMENT LLC	888 7TH AVENUE		NEW YORK	NY	10019
4855266	YUSUF, HATIM	SUNSHINE SHOPPING CENTER, INC.	C/O SUNSHINE MALL	1 ESTATE CANE		FREDERIKSTED	VI	00840